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8 Attorneys for Defendants
HSBC MORTGAGE CORPORATION (USA) and
9 HSBC BANK USA, N.A.

10 UNITED STATES DISTRICT COURT
11 NORTHERN DISTRICT OF CALIFORNIA
12 SAN FRANCISCO DIVISION
13

14 Philip Wong, Frederic Chaussy, and Leslie
Marie Shearn, individually, on behalf of all
15 others similarly situated, and on behalf of
the general public,

16 Plaintiffs,

17 v.

18 HSBC Mortgage Corporation (USA);
19 HSBC Bank USA, N.A.; and DOES 1
through 50, inclusive,

20 Defendants.
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Case No. C 07 2446 MMC [ECF]

**DECLARATION OF MICHELLE R.
BARRETT IN SUPPORT OF
DEFENDANTS' OPPOSITION TO
PLAINTIFFS' MOTION FOR
CONDITIONAL CERTIFICATION,
PRODUCTION OF UPDATED CLASS
LIST, AND PARTIAL SUMMARY
JUDGMENT**

Date: February 8, 2008
Time: 9:00 a.m.
Courtroom: 7 (19th Floor)
Judge: Hon. Maxine M. Chesney

Complaint Filed: June 29, 2007 (Amended)
Trial Date: Not Yet Set

1 I, Michelle R. Barrett, hereby declare and state:

2 1. I have personal knowledge of the facts set forth below. If called as a witness,
3 I could and would testify to the following.

4 2. I am a shareholder with Littler Mendelson, a Professional Corporation, which
5 is counsel of record for Defendants HSBC Mortgage Corporation (USA) (hereinafter "HMCU") and
6 HSBC Bank USA, N.A. (hereinafter "HBUS") in this action.

7 3. When Plaintiffs initially filed this lawsuit, my partner George J. Tichy, II and
8 counsel for Plaintiffs, Bryan J. Schwartz, had a number of discussions and exchanged letters
9 regarding the dismissal of HBUS from this case. The Rule 30(b)(6) depositions taken of HBUS and
10 HMCU have revealed facts that Defendants believe to show that HMCU is the only entity which
11 employs the putative class which Plaintiffs purport to represent. However, Plaintiffs and their
12 counsel have steadfastly refused to dismiss HBUS.

13 4. On page sixteen (16) of Plaintiffs' Motion and in Paragraph six (6) of the
14 Declaration of Bryan J. Schwartz, Plaintiffs' imply that they did not receive a list of the loan officers
15 employed by HBUS during the last three (3) years until November 5, 2007. That is incorrect. I sent
16 Plaintiffs' counsel a list of Senior Retail Mortgage Lending Consultant and Retail Mortgage Lending
17 Consultant names, addresses, job titles and dates of employment on October 2, 2007. Attached as
18 Exhibit 1 is a true and correct copy of the email and letter I sent to Mr. Schwartz transmitting that
19 information on October 2, 2007. Thereafter, I sent Mr. Schwartz the same information for Premier
20 Mortgage Sales Officers on October 11, 2007. There is no need to compel production of a list of
21 putative class members because Plaintiffs' counsel has already received lists of all 475 putative class
22 members.

23 5. Opt-In Plaintiffs and putative class members employed by HMCU ad
24 Premier Mortgage Sales Officers had a unique job position. Attached as Exhibit 2 is a true and
25 correct copy of the job description for the position of Premier Mortgage Sales Officers.

26 6. Attached as Exhibit 3 are true and correct copies of opinion letters regarding
27 mortgage loan officers that were issued by the Department of Labor ("DOL") on March 31, 2006
28 and September 8, 2006.

1 7. On August 30, 2007, Plaintiffs' counsel took the deposition of Susan R.
2 Marczak, Human Resources Director of HBUS. Attached as Exhibit 4 is a true and correct copy of
3 additional pages of the transcript of Ms. Marczak's deposition that are relevant to the resolution of
4 this motion.

5 8. On September 11, 2007, Plaintiff's counsel took the deposition of David
6 Gates, the National Sales and Marketing Manager for HMCU. Attached as Exhibit 5 is a true and
7 correct copy of additional relevant pages of the transcript of Mr. Gate's deposition.

8 9. On December 19, 2007, Plaintiff's counsel took the deposition of Jeanette
9 Jennings, a Group Director for Human Resources for HBUS. I have attached additional relevant
10 pages from the transcript of Ms. Jennings' deposition as Exhibit 6.

11 10. Defendants' counsel deposed Plaintiff Philip Wong on November 29, 2007. I
12 have attached additional relevant pages of his deposition as Exhibit 7.

13 I declare under penalty of perjury under the laws of the State of California and the
14 United States of America that the foregoing declaration is true and correct to the best of my personal
15 knowledge.

16 Executed this 18th day of January, 2008, in San Francisco, California.

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19 MICHELLE R. BARRETT
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